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VENEZUELAN DISCUSSION AGREEMENT  
FMC Agreement No. 203-011383-030  
First Revised Page No. 2

ARTICLE 1: FULL NAME OF THE AGREEMENT

The full name of the Agreement is the Venezuelan Discussion Agreement (the "Agreement").

ARTICLE 2: PURPOSE OF THE AGREEMENT

The purpose of the Agreement is the authorization of discussion, consultation, agreement and development of consensus in order to foster commerce, service and stability in the Trade while maintaining the parties' freedom of competitive action.

ARTICLE 3: PARTIES TO THE AGREEMENT

Nordana Line  
c/o Weco Agencies (Texas) Inc.  
12777 Jones Road  
Suite 300  
Houston, TX 77070

A.P. MOLLER-MAERSK SEALAND  
Esplanaden 50  
DK 1098 Copenhagen  
Denmark



(This modification shall become effective upon the closing of the acquisition by A.P. Moller-Maersk Line of the international liner shipping operations of Sea-Land Service Inc. A.P. Moller-Maersk Line shall notify the Commission in writing of the date of said closing.)

VENEZUELAN CONTAINER LINE C.A.  
8325 N.W. 53<sup>rd</sup> Street  
Suite 221  
Miami, Florida 33166

LYKES LINES LIMITED, LLC  
401 E. Jackson Street  
Suite 3300  
Tampa, FL 33602

VENEZUELAN DISCUSSION AGREEMENT  
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HAMBURG-SÜDAMERIKANISCHE  
DAMPFSCHIFFFAHRTSGESELLSCHAFT  
EGGERT & AMSINCK (COLUMBUS LINE)  
Ost-West-Strasse 59  
2000 Hamburg 11  
Germany

HAMBURG-SÜDAMERIKANISCHE  
DAMPFSCHIFFFAHRTSGESELLSCHAFT  
EGGERT & AMSINCK D/B/A CROWLEY AMERICAN TRANSPORT  
Ost-West-Strasse 59  
2000 Hamburg 11  
Germany

CROWLEY LINER SERVICES, INC.  
North Regency II  
9487 Regency Square  
Jacksonville, Florida 32203-2110

(This modification shall become effective upon the closing of the acquisition by Hamburg-Südamerikanische Dampfschiffahrtsgesellschaft Eggert & Amsinck ("Hamburg-Süd") of certain ocean transportation services of Crowley American Transport, Inc. Hamburg-Süd shall notify the Commission in writing of the date of said closing.)

AMERICAN PRESIDENT LINES, LTD.  
1111 Broadway, 6th Floor  
Oakland, California 94607

SEABOARD MARINE LTD.  
8050 N.W. 79th Avenue  
Miami, Florida 33166

KING OCEAN SERVICES, S.A.  
7570 N.W. 14th Street  
Miami, Florida 33126

SeaFreight Line  
c/o Seafreight Agencies, Inc.  
2800 N.W. 105<sup>th</sup> Avenue  
Miami, Florida 33122

ARTICLE 4: GEOGRAPHIC SCOPE OF THE AGREEMENT

The geographic scope of this Agreement shall include the trade between United States (including Puerto Rico) ports, and inland and coastal points via such ports, and ports in Venezuela, and inland and coastal points via such ports (the "Trade").

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SIGNATURE PAGE

IN WITNESS WHEREOF, the Parties to this Agreement hereby agree this 30th day of November, 1999 to amend the Agreement as per the attached pages and to file same with the U.S. Federal Maritime Commission.

NORDANA LINE

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

A.P. MOLLER MAERSK LINE

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

SEA LAND SERVICE, INC.

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

VENEZUELAN CONTAINER LINE C.A.

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

VENEZUELAN DISCUSSION AGREEMENT  
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SIGNATURE PAGE (continued)

LYKES LINES LIMITED, LLC

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

AMERICAN PRESIDENT LINES,  
LTD.

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

CROWLEY AMERICAN TRANSPORT  
INC.

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

SEAFREIGHT LINE

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

HAMBURG-SUDAMERIKANISCHE  
DAMPFSCHIFFFAHRTSGESELLSCHAFT  
EGGERT & AMSINCK  
(COLUMBUS LINE)

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

SEABOARD MARINE LTD.

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact

KING OCEAN SERVICES, S.A.

By: Nathan J. Bayer  
Name: Nathan J. Bayer  
Title: Attorney-in-Fact